

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

In re:

**PURDUE PHARMA L.P., et al.,
Debtors.¹**

Chapter 11

**Case No. 19-23649 (RDD)
(Jointly Administered)**

**STIPULATED ORDER
TOLLING SHAREHOLDER RELEASED CLAIMS**

WHEREAS, the Court entered the Order Approving (I) Disclosure Statement for Fifth Amended Chapter 11 Plan, (II) Solicitation and Voting Procedures, (III) Forms of Ballots, Notices and Notice Procedures in Connection Therewith, and (IV) Certain Dates with Respect Thereto [Dkt. No. 2988] (“**Disclosure Statement Order**”) on June 3, 2021;

WHEREAS, the Disclosure Statement for Fifth Amended Joint Chapter 11 Plan of Reorganization of Purdue Pharma L.P. and its Affiliated Debtors [Dkt. No. 2983] (“**Disclosure Statement**”) and Fifth Amended Joint Chapter 11 Plan of Reorganization of Purdue Pharma L.P. and its Affiliated Debtors [Dkt. No. 2982] (“**Fifth Amended Plan**”) were provided to parties in interest pursuant to the Disclosure Statement Order;

WHEREAS, Section 10.9(a) of the Fifth Amended Plan provides for the tolling of Shareholder Released Claims (as defined in the Fifth Amended Plan);

¹ The Debtors in these cases, along with the last four digits of each Debtor’s registration number in the applicable jurisdiction, are as follows: Purdue Pharma L.P. (7484), Purdue Pharma Inc. (7486), Purdue Transdermal Technologies L.P. (1868), Purdue Pharma Manufacturing L.P. (3821), Purdue Pharmaceuticals L.P. (0034), Imbrium Therapeutics L.P. (8810), Adlon Therapeutics L.P. (6745), Greenfield BioVentures L.P. (6150), Seven Seas Hill Corp. (4591), Ophir Green Corp. (4594), Purdue Pharma of Puerto Rico (3925), Avrio Health L.P. (4140), Purdue Pharmaceutical Products L.P. (3902), Purdue Neuroscience Company (4712), Nayatt Cove Lifescience Inc. (7805), Button Land L.P. (7502), Rhodes Associates L.P. (N/A), Paul Land Inc. (7425), Quidnick Land L.P. (7584), Rhodes Pharmaceuticals L.P. (6166), Rhodes Technologies (7143), UDF LP (0495), SVC Pharma LP (5717) and SVC Pharma Inc. (4014). The Debtors’ corporate headquarters is located at One Stamford Forum, 201 Tresser Boulevard, Stamford, CT 06901.

WHEREAS, the Debtors filed the Twelfth Amended Plan (“**Plan**”) on September 2, 2021;

WHEREAS, Section 10.9(a) of the Plan is identical to Section 10.9(a) of the Fifth Amended Plan, and provides for the tolling of Shareholder Released Claims (as defined in the Plan);

WHEREAS, no party has objected to Section 10.9(a) of the Plan;

WHEREAS, on September 1, 2021, the Court issued a bench ruling indicating that the Court would enter an order confirming the Plan;

WHEREAS, the Confirmation Order² may be subject to a stay, including a 14-day stay pursuant to Rule 3020(e) of the Federal Rules of Bankruptcy Procedure;

WHEREAS, the Debtors, the Creditors Committee, the Ad Hoc Committee, and the MSGE Group believe that immediate entry of an order providing for the tolling of Shareholder Released Claims is in the best interests of the Debtors and their Estates;

WHEREAS, the Mortimer Sackler Initial Covered Sackler Persons and the Raymond Sackler Family, through their respective counsel, consent to entry of this Order;

NOW, THEREFORE, the following is hereby stipulated and agreed to by the Parties, subject to the approval of the Court:

1. If applicable law, an order in any proceeding or an agreement fixes a period for commencing or continuing an action or proceeding based on a Shareholder Released Claim and such Shareholder Released Claim is released pursuant to the Shareholder Releases or such action or proceeding is enjoined by the Channeling Injunction, then such period does not expire with respect to such Shareholder Released Claim with respect to the Master Disbursement Trust (or

² Terms not otherwise defined herein have the meanings assigned to them in the Plan.

the MDT Trustees) or the Releasing Parties until the latest of (i) the end of such period; (ii) with respect to the applicable Shareholder Family Group and any Designated Shareholder Released Party, two hundred twenty-five (225) days after the filing of a Notice of Shareholder Release Snapback with respect to such Shareholder Family Group; (iii) with respect to the applicable Shareholder Family Group and any Designated Shareholder Released Party, when such Shareholder Family Group fulfills its payment obligations under the Shareholder Settlement Agreement; and (iv) with respect to the applicable Shareholder Released Party that is a Subsidiary (as defined in the Shareholder Settlement Agreement) of a Shareholder Payment Party, two hundred twenty-five (225) days after the reinstatement of any Estate Cause of Action against such Shareholder Released Party pursuant to Section 10.20 of the Plan.

2. This Order shall remain effective until the later of (1) the date upon which any Confirmation Order becomes a Final Order, and (2) two hundred twenty-five (225) days after the date any Confirmation Order is vacated or reversed.

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SO ORDERED.

Dated: September 3, 2021
White Plains, New York

/s/Robert D. Drain

THE HONORABLE ROBERT D. DRAIN
UNITED STATES BANKRUPTCY JUDGE